

**Amendment to the Agreement
Between
Comcast Phone II, Inc. Comcast Phone, LLC
and
BellSouth Telecommunications, Inc.
Dated September 25, 2005**

Pursuant to this Amendment, (the "Amendment"), Comcast Phone II, Inc. Comcast Phone, LLC ("CUSTOMER"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated September 25, 2005 ("Agreement") to be effective as of the date of the last signature to the Amendment ("Effective Date").

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties hereby agree to modify the Notices Section of the General Terms and Conditions of Comcast Phone II, Inc. Comcast Phone, LLC's Agreement with the following:

Comcast Phone II, Inc. Comcast Phone, LLC.

Beth Choroser
Senior Director of Regulatory Compliance
Comcast Cable Communications
1500 Market Street
Philadelphia, PA 19102
Phone: 215-981-7893
Fax: 267-675-5039
Email: beth_choroser@comcast.com

AND

Brian Rankin
Assistant General Counsel
Comcast Cable Communications
1500 Market Street
Philadelphia, PA 19102
Phone: 215-320-7325
Fax: 267-675-5039
Email: brian_rankin@comcast.com

2. All of the other provisions of the Agreement, dated September 25, 2005, shall remain in full force and effect.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

By: 

cc Name: Kristen E. Shore

Title: Director

Date: 2/28/07

**Comcast Phone II, Inc. Comcast
Phone, LLC**

By: 

Name: Susan Jin-Davis

Title: Vice President of Corporate Development

Date: 2/23/07